

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

JERRY D. GOODWIN, Individually And On
Behalf of All Others Similarly Situated,

Plaintiff,

v.

ANADARKO PETROLEUM
CORPORATION, JAMES T. HACKETT,
ROBERT G. GWIN, and M. CATHY
DOUGLAS

Defendants.

Civil Action No. 1:10 CIV 4905 (PGG)

ECF Case

(caption continued on subsequent page)

**DECLARATION OF GERALD H. SILK IN SUPPORT OF THE MOTION OF
THE PENSION TRUST FUND FOR OPERATING ENGINEERS AND EMPLOYEES'
RETIREMENT SYSTEM OF THE GOVERNMENT OF THE VIRGIN ISLANDS FOR
(1) APPOINTMENT AS LEAD PLAINTIFF; (2) APPROVAL OF LEAD PLAINTIFF'S
SELECTION OF LEAD COUNSEL; AND (3) CONSOLIDATION OF ALL RELATED
CASES**

SHIRLEY HARRIS, Individually And On
Behalf of All Others Similarly Situated,

Plaintiff,

Civil Action No. 1:10 CIV 5894 (UA)

v.

ANADARKO PETROLEUM
CORPORATION, JAMES T. HACKETT,
ROBERT G. GWIN, and M. CATHY
DOUGLAS,

Defendants.

I, Gerald H. Silk, declare as follows:

1. I am a member in good standing of the bars of the State of New York and of this Court. I am a partner in the law firm of Bernstein Litowitz Berger & Grossmann LLP (“Bernstein Litowitz”). I submit this declaration in support of the motion filed by Pension Trust Fund for Operating Engineers (“Operating Engineers”) and the Employees’ Retirement System of the Government of the Virgin Islands (“Virgin Islands”) for appointment as Lead Plaintiff, approval of their selection of Bernstein Litowitz to serve as Lead Counsel for the Class, and for consolidation of all related actions.

2. Attached as Exhibits A through D are true and correct copies of the following documents:

Exhibit A: Certifications of Operating Engineers and Virgin Islands;

Exhibit B: Charts reflecting the losses incurred by Operating Engineers and Virgin Islands calculated on a “first-in, first-out” and “last-in, first-out” basis as a result of their investments in Anadarko Petroleum Corporation securities;

Exhibit C: First and second notice of pendency of this class action;

Exhibit D: Firm Biography of Bernstein Litowitz.

I declare, under penalty of perjury, that the foregoing is true and correct to the best of my knowledge.

Executed this twenty-third day of August, 2010.

/s/ Gerald H. Silk
Gerald H. Silk